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PAULA V. NORRIS  
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FERMIN LÓPEZ

PLEASE REPLY TO: ORLANDO

November 10, 1999

Corporate Records Bureau  
Department of State  
P.O. Box 6327  
Tallahassee, Florida 32314

Attention: Division of Corporation  
Document Filing Section

Re: Incorporation of  
Solutions Auto Sales & Services, Corp.

Dear Sir/ Madam:

I am enclosing with this letter the following documents relating to the  
incorporation of Solutions Auto Sales & Services, Corp.

1. The Articles of Incorporation;
2. This firm's check in the amount of \$87.50 to cover the following  
items: filing fee, one certified copy of the Articles of Incorporation, and  
certificate designating registered agent;
3. A copy of the executed Articles of Incorporation to be certified and  
returned.

Thank you for your assistance in this matter.

Sincerely,

  
Armando Payas

Ap/ab  
Enc.

FILED  
99 NOV 15 AM 9:23  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

300003044733--5  
-11/15/99-01133-010  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

S. Thompson NOV 17 1999

FILED  
99 NOV 15 AM 9:23  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION**

**OF**

**SOLUTIONS AUTO SALES & SERVICES, CORP.**

The undersigned subscriber to these Articles of Incorporation make, subscribe and acknowledge the following Articles of Incorporation under the laws of the State of Florida.

**ARTICLE I - NAME OF CORPORATION**

The name of the corporation shall be: SOLUTIONS AUTO SALES & SERVICES, CORP.

**ARTICLE II - TERM OF EXISTENCE**

The corporation shall begin its corporate existence as of the filing of these Articles of Incorporation and shall exist perpetually.

**ARTICLE III - GENERAL PURPOSE**

This corporation is organized for the purpose of transacting any and all lawful business for corporations organized under the Business Corporation Act of the State of Florida.

**ARTICLE IV - CAPITAL STOCK**

The aggregate number of shares which the corporation shall have authority to issue shall be 7,500 shares of common stock with a par value of \$1.00 per share.

#### **ARTICLE V - PRINCIPAL OFFICE**

The principal place of business of the corporation shall be:

8000 North Orange Blossom Trail, Orlando, Florida 32810.

The Board of Directors may from time to time designate such other address and place for the principal office of this corporation as it may see fit.

#### **ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The initial registered agent of the corporation shall be: Manuel A. Carrero, at the registered address of 8000 North Orange Blossom Trail, Orlando, Florida 32810.

#### **ARTICLE VII - INITIAL BOARD OF DIRECTORS**

A. The initial number of directors of the corporation shall be one (1).

B. The number of Directors of the corporation may be increased or decreased from time to time pursuant to the By-Laws adopted by the shareholders, but shall never be less than the minimum number of directors required by applicable law.

C. The name and address of the initial member of the Board of Directors, who shall hold office until his successors is duly elected and qualified, is:

Manuel A. Carrero, 8000 North Blossom Trail, Orlando, Florida 32810.

#### **ARTICLE VIII - INCORPORATOR**

The name and residence address of the subscriber of these Articles of Incorporation is:

Manuel A. Carrero, 8000 North Blossom Trail, Orlando, Florida 32810.

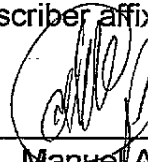
#### **ARTICLE IX - AMENDMENT TO ARTICLES**

These Articles of Incorporation may be amended in any manner permitted by law.

**ARTICLE X - RESTRICTIONS ON TRANSFER OF STOCK**

Shares held by shareholders may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders and to the Corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified and set forth in the By-laws.

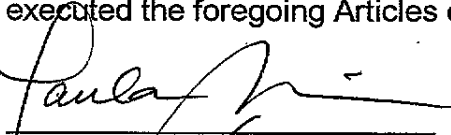
IN WITNESS WHEREOF, the subscriber affixed his signature this 10th day of November, 1999.



Manuel A. Carrero

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing Articles of Incorporation were acknowledged before me this 10th day of November, 1999, by Manuel A. Carrero, who has produced his Florida ID No. C660-541-62-201-0 as identification, and who executed the foregoing Articles of Incorporation.



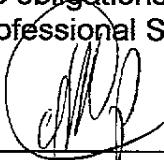
Paula V. Norris  
Notary Public  
My Commission expires  
November 15, 2003



Paula V. Norris  
Commission # GG 87695a  
Expires Nov. 15, 2003  
Bonded Thru  
Atlantic Bonding Co., Inc

**ACCEPTANCE BY REGISTERED AGENT**

The undersigned, Manuel A. Carrero, as registered agent appointed in accordance with the foregoing Articles of Incorporation, does hereby accept such appointment, and does hereby state that he is familiar with and accepts the obligations imposed pursuant to Florida Statutes 607.325 of the Florida Professional Service Corporation Act.



Manuel A. Carrero